



WABERER'S
OPTIMUM SOLUTION

WABERER'S INTERNATIONAL Nyrt.
H-1239 Budapest, Nagykőrösi út 351.
www.waberers.com

Befektetői kapcsolatok
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INVESTOR RELEASE

Update on the invitation for Annual General Meeting

Budapest, March 29, 2021 – WABERER'S INTERNATIONAL Nyrt. hereby announces that the closure of Register of Shareholders – following the owner identification of ordinary shares - in the invitation for Annual General Meeting was updated to April 15, 2021.

Please read below the updated invitation:

INVITATION

This is to announce that the Board of Directors of **WABERER'S INTERNATIONAL Nyilvánosan Működő Részvénytársaság** (registered seat: H-1239 Budapest, Nagykőrösi út 351.; hereinafter WABERER'S INTERNATIONAL Nyrt. or the Company) convenes its Annual General Meeting for **11 a.m. on 19 April 2021.**

Publication of the present invitation is based on the government decree 502/2020 (XI. 16.) on the different provisions for the operation of personal and property merging organizations in the event of an emergency (hereinafter: Government Decree). This requires the Company to publish the invitation to the General Meeting and other preparatory documents listed under Article 3: 272. § (3) b) of the Civil Code on its website even if the invitation and other preparatory documents listed under Article 3: 272. § (3) b) of the Civil Code have not yet been published when the Government Decree enters into force. The Company has the obligation to publish the invitation at least 21 days before the General Meeting, and other preparatory documents listed under Article 3: 272. § (3) b) of the Civil Code at least 8 days before the General Meeting. The Board of Directors of the Company will make decisions on the issues on the agenda of the General Meeting in accordance with the Government Decree. The Company will publish the resolutions of the Board of Directors in the usual manner within the competence of the General Meeting.

THE GENERAL MEETING WILL BE HELD IN A WAY WHICH DOES NOT REQUIRE OR ALLOW SHAREHOLDERS TO BE PRESENT IN PERSON, THEREFORE WE KINDLY ASK OUR SHAREHOLDERS NOT TO ATTEND THE GENERAL MEETING!

Items on the Agenda of the Annual General Meeting:

1. Report of the Board of Directors on the management of WABERER'S INTERNATIONAL Nyrt., its business operation, its business policy and its financial situation (both the Company and WABERER'S Group) in 2020



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2. Approval of the 2020 Consolidated Financial Statements of the Company prepared in accordance with International Financial Reporting Standards (IFRS); presentation of the relevant report of the Supervisory Board and the Auditor
3. Approval of the 2020 Standalone Financial Statements of the Company prepared in accordance with International Financial Reporting Standards (IFRS) and on the proposal for the application of the result after tax in 2020; presentation of the relevant report of the Supervisory Board and the Auditor
4. Approval of the Corporate Governance Report
5. Grant of waiver from liability to the members of the Board of Directors
6. Advisory vote on the unified text of the amended Remuneration Policy of WABERER'S Group
7. Withdrawal/Approval of resignation of member(s) of the Board of Directors; Election and decision on the remuneration and conflict of interest issues of the members of the Board of Directors
8. Withdrawal/Approval of resignation of member(s) of the Supervisory Board; Election and decision on the remuneration of the members of the Supervisory Board
9. Withdrawal/Approval of resignation of member(s) of the Audit Committee; Election and decision on the remuneration of the members of the Audit Committee
10. Election and decision on the remuneration of the members of other Committees operating at the Company
11. Election and determination of the remuneration of the Company's Statutory Auditor, and determination of the content of the substantial elements of the contract to be concluded with the Statutory Auditor
12. Authorization for the Board of Directors to acquire the ordinary shares of Waberer's
13. Other items

The Board of Directors is required to provide all shareholders with the information necessary for the discussion of the items on the agenda of the General Meeting. Shareholders must receive the necessary information no later than three days before the date of the General Meeting to the question raised in writing minimum 8 days before the date of the General Meeting.



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Shareholders controlling at least 1% of voting rights in the Company have the right to initiate the convening of the General Meeting at the Board of Directors

- (1) for the posterior approval of the decision of the Board of Directors regarding the financial statements and the application of the results after tax until May 19, 2021;
- (2) for the posterior approval of the Articles of Associations amended by the Board of Directors and other decisions of the Board of Directors – excluding the decisions regarding the financial statement – made within the competence of the General Meeting within 30 days from the end of the state of emergency.¹

Failure to comply with the above two deadlines - including if the shareholder's initiation is not received by our Company by the last day of the deadline - will result in forfeiture of the right. If the shareholders do not initiate the convening of the General Meeting within the deadline, the decision of the Board of Directors to approve the financial statement may not be on the agenda of the next General Meeting.

In order to initiate the convention of the General Meeting the shareholder or the nominee must be registered in the Register of Shareholders by no later than on the second business day preceding the date of commencement of the General Meeting.

For establishing the Register of Shareholders of the General Meeting the Company will request the owner identification of ordinary shares without blocking from KELER Központi Értéktár Zártkörűen Működő Részvénytársaság (hereinafter KELER Zrt.), with respect to shares issued by the Company. Based on the shareholders' instructions registration of shareholders in the Register of Shareholders shall be ensured by the shareholders' securities account managers who shall forward the shareholders' data to KELER Zrt. the keeper of the Register of Shareholders. The Company shall not be responsible for the consequences of any failure of securities account managers to register share ownership.

The record date of the owner identification is 12 April 2021. Where the identification procedure is requested by the Company, the keeper of the Register of Shareholders shall delete all data contained in the Register of Shareholders at the time of the identification procedure, and shall simultaneously enter the data obtained upon the identification procedure into the Register of Shareholders. The names of shareholders and nominees shall be registered in the Register of Shareholders by the keeper of the Register (KELER Zrt.) based on the result of the owner identification and closes the Register of Shareholders on 15 April 2021.

¹ Pursuant to Section 9 (8) of the Government Decree, this shareholder's right can be exercised by September 30, 2021 at the latest, after which the issues requiring posterior approval must be placed on the agenda of the next General Meeting.



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Shareholders whose names are registered in the Register of Shareholders may exercise shareholder's rights either in person or through a duly authorized representative or by a nominee. Securities account managers, registered in the Register of Shareholders and acting as nominees may act on behalf of the shareholder pursuant to Act CXX of 2001 (Act on Capital Markets). Where a shareholder is represented by more than one representative, and if these representatives are contradictory in their votes or statements, all such votes and statements shall be considered null and void.

The Board of Directors shall publish on the website (www.waberers.com) of the Company at least eight days prior to the General Meeting the original and full content of the proposals relating to the items on the agenda and the related reports of the Supervisory Board and the draft resolutions.

This announcement is published in Hungarian and English. The Hungarian version shall prevail in case of any discrepancy between the two versions.

Budapest, 26 March 2021

the Board of Directors of WABERER'S INTERNATIONAL Nyrt.

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